1372

CHARTER AND BY-LAWS

1915

AMERICAN BOARD OF
COMMISSIONERS FOR
FOREIGN MISSIONS

[Keep for Reference]

CHARTER

OF THE

AMERICAN BOARD OF COMMISSIONERS FOR FOREIGN MISSIONS

WITH ADDITIONAL ENACTMENTS, AND

BY-LAWS

ACT OF INCORPORATION

Commonwealth of Massachusetts

In the year of our Lord One Thousand Eight Hundred and Twelve. An Act to Incorporate the American Board of Commissioners for Foreign Missions.

Whereas William Bartlett and others have been associated under the name of the American Board of Commissioners for foreign Missions for the purpose of propagating the Gospel in heathen lands, by supporting Missionaries and diffusing a knowledge of the holy scriptures, and have prayed to be incorporated in order more effectually to promote the laudable object of their association:

Sec. 1. Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, that William Bartlett Esq. and Samuel Spring D. D. both of Newburyport, Joseph Lyman D. D. of Hatfield, Jedediah Morse D. D. of Charlestown, Samuel Worcester D. D. of Salem, the Hon William Phillips Esq. of Boston and the hon^ble^ John Hooker Esq. of Springfield, and their associates be and they hereby are incorporated and made a body politic by the name of the American Board of Commissioners for Foreign Missions, and by that name may sue and be sued, plead and be impleaded, appear, prosecute, and defend, to final judgment and execution; and in their said corporate capacity they,

and their successors forever, may take, receive have and hold in fee simple or otherwise, lands tenaments, and hereditaments, by gift, grant, devise, or otherwise not exceeding the yearly value of Four thousand dollars, and may also take and hold by donation bequest or otherwise, personal estate to an amount the yearly income of which shall not exceed eight thousand dollars; so that the estate aforesaid shall be faithfully appropriated for the purpose and object aforesaid and not otherwise. And the said Corporation shall have power to sell convey, exchange or lease all or any part of their lands, tenements or other property for the benefit of their funds; and may have a common seal which they may alter or renew at pleasure, provided, however, that nothing herein contained shall enable the said Corporation or any person or persons, as trustees for, or for the use of, said Corporation to receive and hold any gift, grant, legacy, or bequest, heretofore given, or bequeathed to any person or persons in trust for said Board, unless such person or persons could by law have taken and holden the same if this act had not passed.

Sec. 2. Be it further enacted, that the said Board may annually choose from among themselves, by ballot, a President, a Vice President, and a Prudential Committee; and, also from among themselves, or others, a Corresponding Secretary, a Recording Secretary, a Treasurer, an Auditor, and such other officers as they may deem expedient; all of whom shall hold their offices until others are chosen to succeed them, and shall have such powers & perform such duties as the said Board may order and direct; and in case of vacancy by death, resignation or otherwise, the vacancy may in like manner be filled at any legal Meeting of the said Board. And the said Treasurer shall give Bond with sufficient surety or sureties, in the judgment of the Board, or the Prudential Committee, for the faithful discharge of the duties of his office.

Sec. 3. Be it further enacted, That all contracts and deeds which the said Board may lawfully make and execute, signed by the chairman of said Prudential Committee, and countersigned by their clerk (whom they are hereby authorized to appoint) and sealed with the common seal of said Corporation, shall be valid in Law to all intents and purposes.

Sec. 4. Be it further enacted, That the first annual meeting of said Board shall be on the third Wednesday of September next, at such place as the said William Bartlett may appoint; and the present officers of said Board shall continue in office until others are elected.

Sec. 5. Be it further enacted, That the said Board, at the first annual meeting aforesaid, or at any subsequent annual meeting, may elect by ballot any suitable persons to be Members of said Board, either to supply vacancies, or in addition to their present number.

Sec. 6 Be it further enacted, That the said Board shall have power to make such bye-laws, rules and regulations, for calling future meetings of said Board, and for the Management of their concerns, as they shall deem expedient, provided the same are not repugnant to the laws of this Commonwealth.

Sec. 7. Be it further enacted, That one quarter part of the annual income from the funds of said Board shall be faithfully appropriated to defray the expense of imparting the Holy Scriptures to unevangelized nations in their own languages: Provided, that nothing herein contained shall be so constructed as to defeat the express intentions of any testator, or donor, who shall give or bequeath money to promote the great purposes of the Board. Provided also, that nothing herein contained shall be so construed as to restrict said Board from appropriating more than one quarter of said income to translating and distributing the Scriptures whenever they shall deem it advisable.

Sec. 8. Be it further enacted, That not less than one third of said Board shall at all times be composed of respectable laymen, and that not less than one third of said Board shall be composed of respectable clergymen; the remaining third to be composed of characters of the same description, whether clergymen or laymen.

Sec. 9. Be it further enacted, That the Legislature of this Commonwealth shall at any time have the right to inspect, by a Committee of their own body, the doings, funds, and proceedings of the said Corporation, and may at their pleasure alter or annul any or all of the powers herein granted.

In the House of Representatives June 19th 1812.
This bill having had three several readings passed to be enacted.
TIMOTHY BIGELOW Speaker

In Senate June 20th. 1812.
This bill having had two readings passed to be enacted.
SAMUEL DANA President

June 20th. 1812 By the Governor Approved
CALEB STRONG

[Chap. 185.]

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Eight Hundred and Sixty-three.

An Act in addition to an Act to incorporate the American Board of Commissioners for Foreign Missions.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows: Section 1. The American Board of Commissioners for Foreign Missions are hereby authorized to take, receive, have and hold, in fee simple or otherwise, lands, tenements or hereditaments, by gift, grants or otherwise, for the purposes of their organization not exceeding the yearly value of thirty thousand dollars, and may also take and hold, by donation, bequest or otherwise, personal estate to an amount the yearly income of which shall not exceed fifty thousand dollars, anything in their act of incorporation to the contrary notwithstanding.

Section 2. Said American Board of Commissioners for Foreign Missions shall not be under obligation, by reason of the seventh section of their act of incorporation, to appropriate any part of the income of their funds to defray the expense of imparting the holy scriptures to unevangelized nations in their own language, unless they shall deem it advisable so to do, or shall be so required by the express terms of any grant, donation or bequest made to them.

Section 3. This act shall take effect upon its passage.

House of Representatives, April 25, 1863.

Passed to be enacted,

ALEX. H. BULLOCK. Speaker.

In Senate, April 25, 1863.

Passed to be enacted,

J. E. FIELD, President.

April 27th, 1863.

Approved, JOHN A. ANDREW.

[Chap. 185.]

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Eight Hundred and Sixty-six.

An Act in addition to "an Act to incorporate the American Board of Commissioners for Foreign Missions."

Be it enacted by the Senate and House of Representatives

in General Court assembled, and by the authority of the same, as follows: Section 1. All contracts and deeds which the American Board of Commissioners for Foreign Missions may lawfully make and execute, signed by the treasurer thereof, he having first been duly authorized so to do, by a vote of the Prudential Committee of said Board, and sealed with the common seal of said Corporation, shall be valid in law to all intents and purposes.

Section 2. So much of the third section of the Act to incorporate said Board, passed the twentieth day of June in the year eighteen hundred and twelve, as is inconsistent with the provisions of this Act, is hereby repealed.

Section 3. This act shall take effect upon its passage.

House of Representatives, April 20, 1866.

Passed to be enacted,

JAMES M. STONE, Speaker.

In Senate, April 24, 1866.

Passed to be enacted,

JOSEPH A. POND, President.

April 25, 1866.

Approved, ALEX. H. BULLOCK

[Chapter 23.]

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Eight Hundred and Eighty.

An Act

to enable the American Board of Commissioners for Foreign Missions to hold additional real and personal estate.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The American Board of Commissioners for Foreign Missions is hereby authorized to take and hold in fee simple or otherwise, lands, tenements or hereditaments, by gift, grant or otherwise, for the purposes for which they were incorporated, not exceeding one million dollars; and may also take and hold by donation, bequest or otherwise, personal estate to an amount not exceeding two million dollars, anything in its

act of incorporation or in subsequent acts amending the same to the contrary notwithstanding.

Section 2. This act shall take effect upon its passage.

House of Representatives February 16th 1880
Passed to be enacted. CHAS. J. NOYES Speaker

In Senate February 18, 1880
Passed to be enacted. ROBERT R. BISHOP, President

February 18 1880.
Approved: — JOHN D. LONG

[Chapter 343.]

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Eight Hundred and Eighty-eight

An Act

in addition to an Act to incorporate the American Board of Commissioners for Foreign Missions.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The American Board of Commissioners for Foreign Missions is hereby authorized to hold its meetings in any State or Territory of the United States and in the District of Columbia.

Section 2. All acts and proceedings of the said corporation at any meeting heretofore held in any part of the United States are hereby ratified and confirmed, and shall have the same validity and force as though said meeting had been held within this Commonwealth.

Section 3. This act shall take effect upon its passage.

House of Representatives May 11, 1888
Passed to be enacted. CHARLES J. NOYES, Speaker

In Senate May 14, 1888.
Passed to be enacted. HALSEY J. BOARDMAN President

May 15 1888. Approved. OLIVER AMES

[Chapter 138.]

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Eight Hundred and Ninety-four.

An Act

relative to the Term of Office of the Prudential Committee of the American Board of Commissioners for Foreign Missions.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The members of the Prudential Committee of the American Board of Commissioners for Foreign Missions may be elected for a term of one year, or for a longer term, as said corporation by its By-laws shall from time to time determine.

Section 2. This act shall take effect upon its passage.

House of Representatives, March 16, 1894

Passed to be enacted. G. V. L. MEYER Speaker

In Senate, March 19, 1894.

Passed to be enacted. WILLIAM M. BUTLER President.

March 20, 1894. Approved. F. T. GREENHALGE.

Chapter 192.

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Nine Hundred and Three.

An Act

Relative to the Terms of Membership, Qualifications and Method of Election of Members of the American Board of Commissioners for Foreign Missions.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The American Board of Commissioners for Foreign Missions, a religious corporation incorporated by chapter twenty-one of the acts of the year eighteen hundred and twelve

is hereby authorized to define and limit the terms of membership, qualifications, and method of election of its members.

Section 2. Section eight of said chapter twenty-one is hereby repealed; but no rights or privileges of membership, if any, created by or acquired under said section eight, shall be affected by this repeal.

Section 3. This act shall take effect upon its passage.

House of Representatives, March 30, 1903.
Passed to be enacted. JAMES J. MYERS Speaker.

In Senate, April 1, 1903.
Passed to be enacted. GEORGE R. JONES President.

April 3, 1903. Approved. JOHN L. BATES.

Chapter 164.

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Nine Hundred and Five

An Act

To authorize the American Board of Commissioners for Foreign Missions to Hold Additional Real and Personal Estate.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The American Board of Commissioners for Foreign Missions is hereby authorized to take and hold in fee simple or otherwise, lands, tenements or hereditaments, by gift, grant or otherwise, for the purposes for which it was incorporated, not exceeding in value one million dollars; and may also take and hold by gift, bequest or otherwise, personal estate to an amount not exceeding four million dollars, anything in its act of incorporation or in subsequent acts amending the same to the contrary notwithstanding.

Section 2. This act shall take effect upon its passage.

House of Representatives, March 9, 1905.
Passed to be enacted. LOUIS A. FROTHINGHAM, Speaker

In Senate: March 10, 1905.
Passed to be enacted. WM. F. DANA, President.

March 13, 1905. Approved. WILLIAM L. DOUGLAS.

Chapter 146.

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Nine Hundred and Seven.

An Act

To Provide that Vacancies in Offices of the American Board of Commissioners for Foreign Missions may be filled by the Prudential Committee.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. Any vacancy in any office of the American Board of Commissioners for Foreign Missions may be filled by the Prudential Committee, the persons thus chosen to hold office until the next annual meeting of said Board or until others are chosen and qualified to succeed them.

Section 2. All acts and parts of acts inconsistent herewith are hereby repealed.

House of Representatives, Feb. 21, 1907.

Passed to be enacted,

JOHN N. COLE Speaker

In Senate, Feb. 25, 1907.

Passed to be enacted,

WM. D. CHAPPLE, President.

February 25, 1907. Approved.

CURTIS GUILD, JR.

Chapter 413.

COMMONWEALTH OF MASSACHUSETTS.

In the year One Thousand Nine Hundred and Ten.

An Act

To authorize the American Board of Commissioners for Foreign Missions to hold additional real and personal estate.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Section 1. The American Board of Commissioners for Foreign

Missions is hereby authorized to take and hold in fee simple or otherwise, for the purposes for which it was incorporated, lands, tenements or hereditaments, by gift, grant or otherwise, not exceeding in value three million dollars; and may also take and hold by gift, bequest, or otherwise, personal estate to an amount not exceeding ten million dollars, anything in its act of incorporation or in subsequent acts amending the same to the contrary notwithstanding.

Section 2. This act shall take effect upon its passage.

House of Representatives, April 13, 1910.

Passed to be enacted, JOSEPH WALKER, Speaker.

In Senate, April 14, 1910.

Passed to be enacted, ALLEN T. TREADWAY, President.

April 16, 1910. Approved. EBEN S. DRAPER.

The following Act was passed by the Legislature of the State of New York, June 2, 1877:

STATE OF NEW YORK.

[Chap. 376.]

An Act in relation to "The American Board of Commissioners for Foreign Missions."

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. The Corporation created by the laws of the State of Massachusetts, and known by the name and style of "The American Board of Commissioners for Foreign Missions," shall be capable of taking by gift, devise, or bequest, any real or personal property, and may hold and convey the same for the uses and purposes of the said corporation, *provided*, that the annual income of the real estate so held by the said corporation in the State of New York, at any one time, shall not exceed the sum of twenty thousand dollars.

Sec. 2. This act shall take effect immediately.

BY-LAWS

Adopted October 5, 1888, *and Amended October* 10, 1890, *October* 12, 1893, *October* 12 *and* 13, 1894, *October* 17, 1895, *September* 16, 1905, *and October* 12, 1906, *October* 10, 1907, *October* 13, 1910, *October* 1, 1912, *October* 28, 1913, *October* 15, 1914, *October* 26, 1915.

I. OBJECT OF THE BOARD.

1. The object of the Board is to propagate the gospel among unevangelized nations and communities, by means of preachers, teachers, Bible readers, other helpers and the press.

II. MEMBERSHIP

2. The Corporate Membership of the Board shall consist, in addition to the present life members and those already elected upon the nomination of State and local ecclesiastical bodies, of two classes of persons. (*a*) One class shall be composed of the members of the National Council of the Congregational Churches of the United States, who by their election and certification as members of the said National Council shall be deemed nominated for election as Corporate Members of the Board. Their terms as Corporate Members of the Board shall end, in each case, when they cease to be members of the National Council. (*b*) There may also be chosen by the Board one hundred and fifty Corporate Members-at-large, whose term of service shall be six years, except those who shall be elected in 1914, whose term of service shall be one year, and those elected in 1915,

who shall be elected for two, four, and six years, in such proportion as will facilitate the division of members-at-large ultimately into three equal sections of approximately fifty each, one section being chosen every second year at the meeting in connection with the meeting of the National Congregational Council.

Corporate Members shall be elected by ballot.

3. *Committee to Nominate New Members.* At each annual meeting a Committee on the Nomination of New Members shall be appointed by the President, subject to the approval of the Board. This committee shall consist of nine, of whom, after the first year, three shall be appointed annually. The first committee appointed under this By-Law shall be divided by the President into three classes, to serve one, two, and three years, respectively. The senior Home Secretary shall be *ex officio* its permanent clerk, without vote. Its duty shall be to nominate suitable persons for the membership at large.

4. *Duties of Members.* Inasmuch as membership in this corporation is not an honor merely, but is a trust which cannot be discharged without labor and sacrifice; therefore, every member shall be considered as pledged to perform its duties, and especially to be a constant attendant at the meetings of the Board, whenever such attendance is possible. Absentees are expected to send to the Recording Secretary letters giving the reasons for their absence.

5. *Corresponding Members.* Clergymen and laymen residing in foreign lands may be elected by ballot Corresponding Members of the Board, who, although not officially obliged to attend its meetings, yet when present may assist in its deliberations, and may at other times and in other ways promote its objects.

6. *Honorary Members.* Clergymen on paying fifty dollars, and other persons on paying one hundred dollars, at any one time, shall be entitled to the privilege of attending the meetings of the Board, and

of assisting in its deliberations as Honorary Members.

7. *Rights of Members.* The right of voting is limited by the Act of Incorporation to Corporate Members; but Corresponding and Honorary Members may participate freely in discussions and in service on committees.

III. OFFICERS OF THE BOARD

8. *Officers.* The officers of the Board shall be a President, Vice-President, Recording Secretary, Assistant Recording Secretary; a Prudential Committee consisting of the President and Vice-President, *ex officio*, and twelve other persons; two or more Corresponding Secretaries, an Editorial Secretary, one or more Associate Secretaries, a Treasurer, and three Auditors. An Assistant Treasurer may be elected. These officers shall be chosen by ballot annually, except that, beginning with the year 1894, the twelve members of the Prudential Committee shall be elected in three classes of four each: one class to serve three years, one class to serve two years, one class one year; and at the expiration of these several terms members shall be chosen in classes for terms of three years each. No member who has served upon the Committee for three full successive terms of three years each shall be eligible for reëlection till after a year has passed. All officers shall discharge the duties for which they were elected until others are appointed to succeed them, except that the Recording Secretaries shall hold office until the close of the annual meeting at which their successors are chosen.

9. *The President.* It shall be the duty of the President, and in his absence, of the Vice-President, to preside at each meeting of the Board, and to perform such official acts, either during the session of the Board, or at any other time, as shall be assigned

to him by any by-law or vote of the Board. In the absence of both the President and Vice-President, the meeting shall be called to order by the senior member present, and a presiding officer shall be immediately chosen for the session.

10. *The Recording Officers.* The Recording Secretary shall keep accurate minutes of the proceedings of the Board, and enter the same in a book of records, and certify all such doings of the Board as are to be known only by an inspection of the records. He shall make oath to the faithful performance of his duties. The Assistant Recording Secretary shall render such help as may be needed; and shall become Recording Secretary in case that office shall become vacant during the year.

11. *The Prudential Committee.* The Prudential Committee may fix the number of its own quorum for the transaction of business. Notices of all meetings shall be given to each member in such manner as the Committee shall direct by a general rule. It shall be the duty of the Corresponding Secretaries and Treasurer, although not members, to attend its meetings and assist in its deliberations.

The Committee shall appoint a clerk, who shall keep a full record of its doings, and sign all its official acts. The records above described shall be always open to the inspection of the Board.

It shall be the duty of the Prudential Committee to carry into effect all resolutions and orders of the Board, the execution of which shall not have been assigned to some other committee; to receive and act upon any matter submitted to the Committee by the Treasurer or either of the Corresponding Secretaries; to cause the more inviting fields for missionary enterprise to be explored; to appoint the places where missions shall be attempted, and to determine the scale upon which they shall be conducted, and to superintend them; to appoint, instruct, and direct

all the missionaries of the Board; to prescribe where the Treasurer shall deposit the moneys of the Board, and the times and modes of investments and remittances; to authorize the payment of moneys from the treasury; to ascertain the state of the treasury at least twice a year, and as much oftener as they see cause; to appoint business agents and other agents at home and abroad, with such powers and duties as they may think are demanded by the best interests of missions; and generally, to perform all duties necessary, in their opinion, to promote the objects of the Board; provided the same shall not be contrary to any resolution or by-law of the Board, nor to the Act of Incorporation. They shall annually elect a chairman, who shall keep the bond of the Treasurer.

For the purpose of bringing the whole annual report of the Prudential Committee under the distinct consideration of the Board, previous to its acceptance, it shall be prepared in such a form that on presenting it to the Board the several leading parts of it may be referred to different committees. The Prudential Committee shall also cause to be printed, in connection with their annual report, an abstract of the Treasurer's accounts, and such other documents as they judge proper to be included in that publication.

12. *Corresponding Secretaries.* The Corresponding Secretaries shall act for the Board in conducting its written correspondence, both foreign and domestic, except what relates immediately to the Treasurer's department, and they shall supervise official publications of the Board; dividing their duties between the foreign and the home department, under the advice and with the concurrence of the Prudential Committee.

The Secretary to whom, at any time, is assigned the foreign department shall have the immediate charge and supervision of the foreign field; shall keep the Prudential Committee informed of the condition

and needs of the several missions; shall present to the Committee, for its consideration and approval, careful statements of all business relating to the work under his care, and when any missionary or other agent under appointment desires a personal interview with the Prudential Committee shall present to that Committee his request. He shall also perform such other duties as the Board or the Prudential Committee shall direct.

The Secretaries to whom, at any time, the Home Department is assigned shall endeavor to promote a missionary spirit at home, and to secure, from the churches and the friends of missions, the missionaries and the means required for the support and constant enlargement of the work abroad, in order to a speedy promulgation of the Gospel throughout the world. They shall present to the Prudential Committee applications for appointment to missionary service, and such information as, in accordance with the By-Laws and other instructions of the Board, they have obtained in regard to the qualifications of such applicants.

The Secretaries are expected to use their best judgment as to the amount of encouragement which should be given to candidates for appointment, yet each candidate who desires to make application may, upon request, have his papers presented directly to the Prudential Committee. All candidates desiring to have a personal interview with the Committee may have such request presented by the Home Department.

The Secretaries in the Home Department shall also perform such other duties as the Board or the Prudential Committee shall direct.

The duties of the Editorial Secretary shall be to prepare and edit such publications of the Board as shall be assigned to him.

13. *The Treasurer.* It shall be the duty of the Treasurer to take the charge of all moneys paid into

the treasury of the Board, and to give receipts therefor; to keep safely all the funds and moneys of the Board, and all notes, bonds, deeds, and other evidences of property; to keep fair and accurate accounts of all moneys received and expended; to make out annually a statement of receipts and payments, and of the condition of the several permanent funds, for the information of the Board; to invest and deposit moneys, and make remittances and payments, according to the direction of the Board or of the Prudential Committee; to exhibit his books, accounts, vouchers, and evidences of property, whenever required, to the Board, the Prudential Committee, or the Auditors; to conduct the correspondence relating immediately to his department, and perform such other acts as are necessary to the faithful execution of the duties of his office. He shall give bonds therefor in such sum as the Prudential Committee shall determine. In case of the inability of the Treasurer, or a vacancy in the office, the Assistant Treasurer shall perform the duties of the Treasurer, giving such bonds as the Prudential Committee may require.

14. *The Auditors.* It shall be the duty of the Auditors to examine the books of the Treasurer, thoroughly and particularly, at least once a year; and if they shall find the accounts correctly kept and accurately cast, the payments well vouched, the balance satisfactorily stated and accounted for, and the evidences of property duly exhibited, to give their certificate accordingly; which certificate they shall enter at large in the Treasurer's books, and deposit a duplicate thereof with the Recording Secretary, to be by him entered in his book of records. They shall have authority at any time to employ an expert in the particular examination of the accounts.

15. *District Secretaries and Librarian.* There shall be appointed by the Prudential Committee a

Librarian, who shall have charge of the library and cabinet. There shall also be such other persons appointed by the Prudential Committee, as it shall deem expedient, to act in particular districts of the country as District Secretaries or General Agents; whose duty it shall be, within their respective fields, to coöperate with the pastors of churches, with ecclesiastical bodies, with the Corresponding Secretaries, and the Auxiliaries of the Board, and with the other friends of missions, in promoting a missionary spirit and in drawing out the resources of the Christian community for the vigorous prosecution of the work. These shall be *ex officio* Honorary Members of the Board.

16. *Conditional Gifts.* All property of every kind given to the American Board of Commissioners for Foreign Missions on condition that certain payments shall be made to a beneficiary or beneficiaries, for life or for a term of years, shall be kept separate from all other property of the Board, and shall constitute a fund to be known as the "Conditional Gift Fund", unless otherwise provided by the terms of the gift. The payments to beneficiaries required under all conditional gifts hereafter made to the Board, unless otherwise provided at the time of the gift, shall be made only from the income of the Conditional Gift Fund or from the principal of the fund if the income is not sufficient.

No other property shall be taken from the Conditional Gift Fund except as follows: Whenever all payments to beneficiaries required under the terms of any gift have been made, a balance shall be struck by deducting from the total of said gift, and all increase and income received therefrom, all payments to beneficiaries made under the provisions of said gift and all losses in the property in which said gift has been invested, and said balance shall be turned into

the treasury of the Board, to be used in accordance with the provisions of the gift.

(*By-Law* 16 *adopted Oct.* 15, 1914.)

IV. MEETINGS OF THE BOARD.

17. *Annual Date.* The annual meeting of the Board shall begin on the second Tuesday of October at three o'clock in the afternoon, unless the Board shall have otherwise ordered.

18. *Power to Change.* If, in the opinion of the Prudential Committee, it shall at any time be highly inexpedient to meet at the place or the time appointed for any annual meeting, the Prudential Committee is authorized to appoint some other time or place for such meeting, by publishing a notice of such change in such religious and secular newspapers as it may deem expedient, and sending a notice to each Corporate Member of the Board.

19. *Opening the Session.* The first, and each subsequent, session shall be opened with prayer and such other devotional services as the presiding officer shall think proper.

20. *Reading of Records.* The business of the annual meeting shall begin with the reading of the material parts of the journal of the annual meeting next preceding, and of any intervening special meeting; and at the opening of every morning session the journal of the preceding day shall be read in full.

21. *Appointment of Committees.* During the first session of every annual meeting the President shall appoint subject, except as to the Committee of Nominations, to the approval of the Board:

(1) A Committee of Arrangements for the meeting.

(2) A Business Committee, to which shall be referred, without debate, all propositions submitted to the Board, excepting such as are contained in re-

ports duly made, or motions growing out of such reports. Upon the appointment of the Business Committee, the time and place of the meetings of said Committee, on each day, shall be announced, and during the successive morning sessions the said Committee shall be called upon to make any report which it may desire to offer.

(3) A Committee of Nomination, consisting of five persons, whose duty it shall be to nominate the following committees; namely: (*a*) on the Treasurer's Report of the next following year, to each member of which Committee an early copy of that report shall be sent by the Treasurer; (*b*) on the different parts of the Prudential Committee's Report, in case the Board so directs; (*c*) on the Place and Preacher (with alternate) for the next Meeting; and (*d*) a Committee of five who shall nominate the Officers of the Board for the year next ensuing; said Committee of Nomination to make its report before or at the close of the next business session, submitting its nominations for approval or rejection by the Board.

All other committees shall be appointed by the President subject to the approval of the Board.

22. *Annual Sermon.* There shall be an annual sermon preached before the Board by some person or alternate appointed the preceding year. Should both be prevented from preaching, the Prudential Committee is authorized to procure a preacher. The alternate not called upon to preach shall be first on the list of candidates at the succeeding anniversary.

23. *The Lord's Supper.* At each annual meeting, unless peculiar circumstances should render it inexpedient, the Board will unite with their fellow Christians in the celebration of the Lord's Supper.

24. *Special Meetings.* It shall be the duty of the President, or, in case of his death or disability, of the Vice-President, to cause a special meeting to be called, through the Recording Secretary or one

of the Corresponding Secretaries, on the written application of the Prudential Committee or any twenty-five Corporate Members of the Board. The time and place for holding the meeting shall be such as the officer who calls such special meeting shall appoint. On receiving an application as above described, the officer to whom the same is directed shall cause a seasonable notice of the time and place of meeting to be sent to each member, and also cause a notice of the same to be published in such religious and secular newspapers as he may deem expedient.

25. *Adjourned Meetings.* In the case of an adjourned meeting the Recording Secretary shall give suitable notice as provided for a special meeting.

26. *Quorum.* The number of Corporate Members necessary for transacting business at any meeting of the Board shall be thirty.

V. METHOD OF AMENDMENT.

27. These By-laws may be amended at any annual meeting by a two-thirds vote, notice of the proposed amendment having been presented in writing twenty-four hours previous, and any By-law may be suspended for the immediate occasion by unanimous consent.

VI. RULES OF ORDER

The rules of Order shall be those of the common parliamentary law, with the following modifications:—

1. When a question is under debate no motion shall be received except to adjourn, to lay on the table, to postpone indefinitely, to postpone to a time certain, to commit, to amend, which motions shall have precedence in the order named, and, except to lay on the table and to adjourn, shall be debatable.

But the Board at any time, on the motion of one member seconded by five others and passed by a two-thirds vote of those present and voting, may order the previous question upon any principal or subsidiary debatable motion then pending. After this is so ordered, the debate shall not be cut off for one-half hour, provided any member desires to speak; but during that time no person shall speak more than once, or more than five minutes.

2. No member shall speak more than twice to the merits of any question under debate, except by special permission of the body; nor more than once, until every member desiring to speak shall have spoken.

3. Ordinarily, voting shall be *vivâ voce*, or by show of hands; but any member may call for a division, in which case the number voting on each side shall be counted, announced by the chair, entered in the Minutes, and published in the printed reports of the proceedings.

4. When a committee report has been presented, it shall, in the absence of objection, be deemed to be received by the Board, and unless otherwise disposed of shall pass to the Recording Secretary for preservation, but shall not be spread upon the Minutes.

If the report contains recommendations or resolutions which call for action by the Board, those recommendations or resolutions shall thereupon be deemed to be before it for adoption upon motion of the committee, and shall be subject to such rules as are prescribed by parliamentary law for similar motions.

The action taken by the Board in these cases shall be entered on the Minutes.